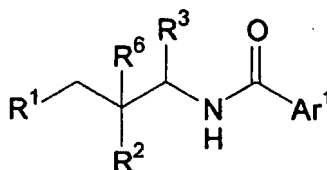


IN THE CLAIMS

This listing of claims will replace all prior versions, and listings, of claims in the application:

Claim 1 (Currently amended): A compound of structural formula I:



(I)

or a pharmaceutically acceptable salt thereof, wherein;

R<sup>1</sup> is selected from:

- (1) C<sub>1-10</sub>alkyl,
- (2) C<sub>3-10</sub>cycloalkyl, and
- (3) aryl,

wherein alkyl is optionally substituted with one, two, three or four substituents independently selected from R<sup>a</sup>, and each cycloalkyl, and aryl optionally is substituted with one, two, three or four substituents independently selected from R<sup>b</sup>;

R<sup>2</sup> is selected from:

- (1) C<sub>3-10</sub>cycloalkyl,
- (2) cycloheteroalkyl,
- (3) aryl,
- (4) heteroaryl,
- (5) -OR<sup>d</sup>,
- (6) -NR<sup>c</sup>R<sup>d</sup>, and
- (7) -CO<sub>2</sub>R<sup>d</sup>,

wherein each cycloalkyl, cycloheteroalkyl, aryl and heteroaryl are optionally substituted on a carbon or nitrogen atom with one, two, three or four substituents independently selected from R<sup>b</sup>;

R<sup>3</sup> is C<sub>1-4</sub>alkyl, wherein alkyl is optionally substituted with one to four substituents independently selected from R<sup>a</sup>;

R<sup>6</sup> is selected from:

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- (1) hydrogen,
- (2) C<sub>1-4</sub>alkyl,
- (3) C<sub>2-4</sub>alkenyl,
- (4) C<sub>2-4</sub>alkynyl,
- (5) -OR<sup>d</sup>,
- (6) halogen,
- (7) -CN,
- (8) -NR<sup>c</sup>R<sup>d</sup>,

wherein alkyl, alkenyl, and alkynyl are optionally substituted with one to four substituents independently selected from R<sup>a</sup>

Ar<sup>1</sup> is aryl, optionally substituted with one, or two, ~~or three~~ groups independently selected from R<sup>b</sup>; each R<sup>a</sup> is independently selected from:

- (1) -OR<sup>c</sup>,
- (2) -NR<sup>c</sup>S(O)<sub>m</sub>R<sup>d</sup>,
- (3) -NO<sub>2</sub>,
- (4) halogen,
- (5) -S(O)<sub>m</sub>R<sup>c</sup>,
- (6) -SR<sup>c</sup>,
- (7) -S(O)<sub>2</sub>OR<sup>c</sup>,
- (8) -S(O)<sub>m</sub>NR<sup>c</sup>R<sup>d</sup>,
- (9) -NR<sup>c</sup>R<sup>d</sup>,
- (10) -O(CR<sup>e</sup>R<sup>f</sup>)<sub>n</sub>NR<sup>c</sup>R<sup>d</sup>,
- (11) -C(O)R<sup>c</sup>,
- (12) -CO<sub>2</sub>R<sup>c</sup>,
- (13) -CO<sub>2</sub>(CR<sup>e</sup>R<sup>f</sup>)<sub>n</sub>CONR<sup>c</sup>R<sup>d</sup>,
- (14) -OC(O)R<sup>c</sup>,
- (15) -CN,
- (16) -C(O)NR<sup>c</sup>R<sup>d</sup>,
- (17) -NR<sup>c</sup>C(O)R<sup>d</sup>,
- (18) -OC(O)NR<sup>c</sup>R<sup>d</sup>,
- (19) -NR<sup>c</sup>C(O)OR<sup>d</sup>,
- (20) -NR<sup>c</sup>C(O)NR<sup>c</sup>R<sup>d</sup>,
- (21) -CR<sup>c</sup>(N-OR<sup>d</sup>),
- (22) CF<sub>3</sub>,
- (23) -OCF<sub>3</sub>,
- (24) C<sub>3-8</sub>cycloalkyl,

(25) cycloheteroalkyl, and

(26) oxo;

each R<sup>b</sup> is independently selected from:

- (1) R<sup>a</sup>,
- (2) C<sub>1-10</sub>alkyl,
- (3) C<sub>3-8</sub>cycloalkyl,
- (4) cycloheteroalkyl,
- (5) aryl,
- (6) arylC<sub>1-4</sub>alkyl,
- (7) heteroaryl, and
- (8) heteroarylC<sub>1-4</sub>alkyl,

wherein alkyl, cycloalkyl, cycloheteroalkyl, and heteroaryl are optionally substituted with oxo, and wherein aryl and heteroaryl are optionally substituted with -OR<sup>c</sup>, NR<sup>c</sup>R<sup>d</sup>, or -C(O)R<sup>c</sup>;

R<sup>c</sup> and R<sup>d</sup> are independently selected from:

- (1) hydrogen,
- (2) C<sub>1-10</sub>alkyl,
- (3) C<sub>2-10</sub>alkenyl,
- (4) C<sub>2-10</sub>alkynyl,
- (5) cycloalkyl,
- (6) cycloalkyl-C<sub>1-10</sub>alkyl,
- (7) cycloheteroalkyl,
- (8) cycloheteroalkyl-C<sub>1-10</sub>alkyl;
- (9) aryl,
- (10) heteroaryl,
- (11) aryl-C<sub>1-10</sub>alkyl, and
- (12) heteroaryl-C<sub>1-10</sub>alkyl, or

R<sup>c</sup> and R<sup>d</sup> together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N-R<sub>E</sub>,

or two -OR<sup>c</sup> groups together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N-R<sub>E</sub>,

each R<sup>c</sup> and R<sup>d</sup> may be unsubstituted or substituted with one to three substituents selected from R<sup>h</sup>;

R<sup>e</sup> and R<sup>f</sup> are independently selected from:

- (1) hydrogen,

- (2) C<sub>1-10</sub>alkyl,
- (3) C<sub>2-10</sub> alkenyl,
- (4) C<sub>2-10</sub>alkynyl,
- (5) cycloalkyl,
- (6) cycloalkyl-C<sub>1-10</sub> alkyl,
- (7) cycloheteroalkyl,
- (8) cycloheteroalkyl-C<sub>1-10</sub> alkyl,
- (9) aryl,
- (10) heteroaryl,
- (11) arylC<sub>1-10</sub> alkyl, and
- (12) heteroarylC<sub>1-10</sub> alkyl, or

R<sup>e</sup> and R<sup>f</sup> together with the carbon to which they are attached form a ring of 5 to 7 members containing 0-2 heteroatoms independently selected from oxygen, sulfur and nitrogen;

each R<sup>g</sup> is independently selected from

- (1) C<sub>1-10</sub>alkyl,
- (2) C<sub>3-8</sub>cycloalkyl,
- (3) cycloheteroalkyl,
- (4) aryl,
- (5) arylC<sub>1-4</sub>alkyl,
- (6) heteroaryl,
- (7) heteroarylC<sub>1-4</sub>alkyl,
- (8) -S(O)<sub>m</sub>R<sup>e</sup>,
- (9) -C(O)R<sup>e</sup>,
- (10) -CO<sub>2</sub>R<sup>e</sup>,
- (11) -CO<sub>2</sub>(CR<sup>e</sup>R<sup>f</sup>)<sub>n</sub>CONR<sup>e</sup>R<sup>f</sup>, and
- (12) -C(O)NR<sup>e</sup>R<sup>f</sup>;

each R<sup>h</sup> is independently selected from:

- (1) C<sub>1-10</sub>alkyl,
- (2) C<sub>3-8</sub>cycloalkyl,
- (3) cycloheteroalkyl,
- (4) aryl,
- (5) arylC<sub>1-4</sub>alkyl,
- (6) heteroaryl,
- (7) heteroarylC<sub>1-4</sub>alkyl,
- (8) -OR<sup>e</sup>,
- (9) -NR<sup>e</sup>S(O)<sub>m</sub>R<sup>f</sup>,

- (10)  $-\text{S}(\text{O})_m\text{Re}$ ,
- (11)  $-\text{SRe}$ ,
- (12)  $-\text{S}(\text{O})_2\text{ORE}$ ,
- (13)  $-\text{S}(\text{O})_m\text{NR}^e\text{R}^f$ ,
- (14)  $-\text{NR}^e\text{R}^f$ ,
- (15)  $-\text{O}(\text{CR}^e\text{R}^f)_n\text{NR}^e\text{R}^f$ ,
- (16)  $-\text{C}(\text{O})\text{Re}$ ,
- (17)  $-\text{CO}_2\text{Re}$ ,
- (18)  $-\text{CO}_2(\text{CR}^e\text{R}^f)_n\text{CONR}^e\text{R}^f$ ,
- (19)  $-\text{OC}(\text{O})\text{Re}$ ,
- (20)  $-\text{CN}$ ,
- (21)  $-\text{C}(\text{O})\text{NR}^e\text{R}^f$ ,
- (22)  $-\text{NR}^e\text{C}(\text{O})\text{R}^f$ ,
- (23)  $-\text{OC}(\text{O})\text{NR}^e\text{R}^f$ ,
- (24)  $-\text{NR}^e\text{C}(\text{O})\text{OR}^f$ ,
- (25)  $-\text{NR}^e\text{C}(\text{O})\text{NR}^e\text{R}^f$ ,
- (26)  $\text{CF}_3$ , and
- (27)  $-\text{OCF}_3$ ,

$m$  is selected from 1 and 2; and

$n$  is selected from 1, 2, and 3;

provided that when  $\text{R}^1$  and  $\text{R}^2$  are unsubstituted aryl or unsubstituted heteroaryl, and  $\text{R}^3$  is hydrogen or C 1-4 alkyl, then  $\text{Ar}^1$  is substituted with at least one  $\text{R}^b$  substituent; and

provided that when  $\text{R}^1$  is selected from the group consisting of unsubstituted phenyl, *para*-chlorophenyl or *para*-methoxy phenyl,  $\text{R}^2$  is unsubstituted phenyl, and  $\text{R}^3$  is  $-\text{CH}_3$ , then  $\text{Ar}^1$  is not unsubstituted phenyl, *ortho*- $\text{CO}_2\text{H}$  monosubstituted phenyl, or 3,4-dimethoxy phenyl.

Claim 2 (Previously presented): The compound according to Claim 1 wherein:

$\text{R}^1$  is selected from:

- (1) C<sub>1-10</sub>alkyl,
- (2) C<sub>3-10</sub>cycloalkyl, and
- (3) aryl,

wherein alkyl is optionally substituted with one, two, three or four substituents independently selected from  $R^a$ , and each cycloalkyl, and aryl optionally is substituted with one, two, three or four substituents independently selected from  $R^b$ ;

$R^2$  is selected from:

- (1)  $C_{3-10}$ cycloalkyl,
- (2) cycloheteroalkyl,
- (3) aryl,
- (4) heteroaryl,
- (5)  $-OR^d$ ,
- (6)  $-NR^cR^d$ , and
- (7)  $-CO_2R^d$ ,

wherein each cycloalkyl, cycloheteroalkyl, aryl, and heteroaryl are optionally substituted with one, two, three or four substituents independently selected from  $R^b$ ;

or a pharmaceutically acceptable salt thereof.

Claim 3 (Currently amended): The compound according to Claim 2 wherein:

$Ar^1$  is selected from:

- (1) phenyl, and
- (2) naphthyl,

each optionally substituted with one, or two, ~~or three~~ groups independently selected from  $R^b$ ;  
or a pharmaceutically acceptable salt thereof.

Claim 4 (Currently amended): The compound according to Claim 3 wherein:

$R^3$  is  $C_{1-4}$ alkyl, optionally substituted with one to four substituents independently selected from  $R^a$ ;

$R^6$  is selected from:

- (1) hydrogen,
- (2) methyl,
- (3) hydroxyl,
- (4) halogen, and
- (5)  $-CN$ ,

wherein methyl is optionally substituted with one to three  $R^a$  substituents;

$Ar^1$  is selected from:

- (1) phenyl, and
- (2) naphthyl,

each optionally substituted with one, or two, ~~or three~~ groups independently selected from  $R^b$ ;  
each  $R^a$  is independently selected from:

- (1)  $-\text{OR}^c$ ,
- (2) halogen,
- (3)  $-\text{S}(\text{O})_m\text{R}^c$ ,
- (4)  $-\text{SR}^c$ ,
- (5)  $-\text{S}(\text{O})_2\text{OR}^c$ ,
- (6)  $-\text{S}(\text{O})_m\text{NR}^c\text{R}^d$ ,
- (7)  $-\text{NR}^c\text{R}^d$ ,
- (8)  $-\text{C}(\text{O})\text{R}^c$ ,
- (9)  $-\text{CO}_2\text{R}^c$ ,
- (10)  $-\text{CN}$ ,
- (11)  $-\text{C}(\text{O})\text{NR}^c\text{R}^d$ ,
- (12)  $\text{CF}_3$ ,
- (13)  $-\text{OCF}_3$ ,
- (14)  $\text{C}_3$ -cycloalkyl,
- (15) cycloheteroalkyl, and
- (16) oxo;

each  $\text{R}^b$  is independently selected from:

- (1)  $\text{R}^a$ ,
- (2)  $\text{C}_{1-10}$ alkyl,
- (3) cycloheteroalkyl,
- (4) aryl,
- (5) aryl $\text{C}_{1-4}$ alkyl,
- (6) heteroaryl, and
- (7) heteroaryl $\text{C}_{1-4}$ alkyl,

wherein alkyl, cycloalkyl, cycloheteroalkyl, heteroaryl are optionally substituted with oxo, and

wherein aryl and heteroaryl are optionally substituted with  $-\text{OR}^c$ ,  $\text{NR}^c\text{R}^d$ , or  $-\text{C}(\text{O})\text{R}^c$ ;

$\text{R}^c$  and  $\text{R}^d$  are independently selected from:

- (1) hydrogen,
- (2)  $\text{C}_{1-10}$ alkyl,
- (3) cycloalkyl,
- (4) cycloheteroalkyl,
- (5) aryl,
- (6) heteroaryl, or

$\text{R}^c$  and  $\text{R}^d$  together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N- $\text{R}^g$ ,

or two -OR<sup>c</sup> groups together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N-R<sup>g</sup>,  
each R<sup>c</sup> and R<sup>d</sup> may be unsubstituted or substituted with one to three substituents selected from R<sup>h</sup>,  
or a pharmaceutically acceptable salt thereof.

Claim 5 (Previously presented): The compound according to Claim 4 wherein:

R<sup>1</sup> is phenyl, optionally substituted with one to four substituents independently selected from R<sup>b</sup>,  
and

R<sup>2</sup> is independently selected from:

- (1) phenyl, and
- (2) pyridyl,

optionally substituted with one to four substituents independently selected from R<sup>b</sup>;

R<sup>3</sup> is C<sub>1-4</sub>alkyl, wherein alkyl is optionally substituted with one to four substituents independently selected from R<sup>a</sup>;

R<sup>6</sup> is selected from:

- (1) hydrogen,
- (2) methyl,
- (3) hydroxyl,
- (4) halogen, and
- (5) -CN;

each R<sup>a</sup> is independently selected from:

- (1) -OR<sup>c</sup>,
- (2) halogen,
- (3) -S(O)<sub>m</sub>R<sup>c</sup>,
- (4) -NR<sup>c</sup>R<sup>d</sup>,
- (5) -C(O)R<sup>c</sup>,
- (6) -CO<sub>2</sub>R<sup>c</sup>, and
- (7) oxo;

or a pharmaceutically acceptable salt thereof.

Claim 6 (Original): The compound according to Claim 5 wherein:

R<sup>1</sup> and R<sup>2</sup> are independently selected from:

- (1) phenyl,
- (2) 4-fluorophenyl,
- (3) 2-chlorophenyl,
- (4) 3-chlorophenyl,



- (5) 4-chlorophenyl,
- (6) 4-cyanophenyl,
- (7) 4-methylphenyl,
- (8) 4-isopropylphenyl,
- (9) 4-biphenyl,
- (10) 4-bromophenyl,
- (11) 4-iodophenyl,
- (12) 2,4-dichlorophenyl, and
- (13) 2-chloro-4-fluorophenyl;

or a pharmaceutically acceptable salt thereof.

Claim 7 (Original): The compound according to Claim 6 wherein:  
R<sup>1</sup> and R<sup>2</sup> are independently selected from phenyl and 4-chlorophenyl;  
R<sup>3</sup> is methyl, wherein methyl is optionally substituted with one to three substituents independently selected from R<sup>a</sup>;  
or a pharmaceutically acceptable salt thereof.

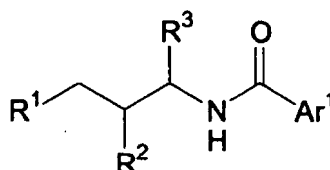
Claim 8 (Currently amended): A compound selected from:

- (1) *N*-[2,3-bis(4-chlorophenyl)-1-methylpropyl]-3-chloro-2-naphthamide;
- (2) 2-(1-tetrazolyl)-*N*-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (3) 3-(1-tetrazolyl)-*N*-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (4) 4-(1-tetrazolyl)-*N*-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (5) 2-phenyl-*N*-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (6) 3-(1-(3,5-dimethyl-pyrazolyl))-*N*-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (7) 4-(1-(pyrrolidin-2-one))-*N*-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (8) 3-(1-(imidazolidin-2-one))-*N*-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (9) 4-phenyl-*N*-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (10) 3-phenyl-*N*-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (11) 4-(1-pyrazolyl)-*N*-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (12) 2-(1-pyrazolyl)-*N*-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (13) 4-(1-piperidinyl)-*N*-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (14) 4-(2-formyl-phenyl)-*N*-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (15) 4-(2-hydroxymethyl-phenyl)-*N*-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (16) 4-(2-aminophenyl)-*N*-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;

- (17) 5-chloro-2-(2-(1-pyrrolyl)ethyl)-N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (18) 2-(2-phenylethyl)-N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (19) N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-naphthylene-2-carboxamide;
- (20) N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-naphthylene-1-carboxamide;
- (21) N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (22) 2-chloro-N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (23) 3-chloro-N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide; and
- (24) 4-chloro-N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;

or a pharmaceutically acceptable salt thereof.

Claim 9 (Currently amended): A compound of structural formula IA:



(IA)

or a pharmaceutically acceptable salt thereof, wherein;

R<sup>1</sup> is aryl, optionally substituted with one to four substituents independently selected from R<sup>b</sup>;

R<sup>2</sup> is selected from:

- (1) aryl, and
- (2) heteroaryl,

wherein aryl and heteroaryl are optionally substituted on the carbon or nitrogen with one to four substituents independently selected from R<sup>b</sup>;

R<sup>3</sup> is C<sub>1-4</sub>alkyl,

wherein alkyl is optionally substituted with one to four substituents independently selected from R<sup>a</sup>;

Ar<sup>1</sup> is aryl, optionally substituted on the carbon or nitrogen with one, or two, or three groups independently selected from R<sup>b</sup>;

each R<sup>a</sup> is independently selected from:

- (1) -OR<sup>c</sup>,
- (2) -NR<sup>c</sup>S(O)<sub>m</sub>R<sup>d</sup>,
- (3) -NO<sub>2</sub>,

- (4) halogen,
- (5)  $-S(O)_mR^c$ ,
- (6)  $-SR^c$ ,
- (7)  $-S(O)_2OR^c$ ,
- (8)  $-S(O)_mNR^cR^d$ ,
- (9)  $-NR^cR^d$ ,
- (10)  $-O(CR^eR^f)_nNR^cR^d$ ,
- (11)  $-C(O)R^c$ ,
- (12)  $-CO_2R^c$ ,
- (13)  $-CO_2(CR^eR^f)_nCONR^cR^d$ ,
- (14)  $-OC(O)R^c$ ,
- (15)  $-CN$ ,
- (16)  $-C(O)NR^cR^d$ ,
- (17)  $-NR^cC(O)R^d$ ,
- (18)  $-OC(O)NR^cR^d$ ,
- (19)  $-NR^cC(O)OR^d$ ,
- (20)  $-NR^cC(O)NR^cR^d$ ,
- (21)  $-CR^c(N-OR^d)$ ,
- (22)  $CF_3$ ,
- (23)  $-OCF_3$ ,
- (24)  $C_{3-8}cycloalkyl$ ,
- (25)  $cycloheteroalkyl$ , and
- (26)  $oxo$ ;

each  $R^b$  is independently selected from:

- (1)  $R^a$ ,
- (2)  $C_{1-10}alkyl$ ,
- (3)  $C_{3-8}cycloalkyl$ ,
- (4)  $cycloheteroalkyl$ ,
- (5)  $aryl$ ,
- (6)  $arylC_{1-4}alkyl$ ,
- (7)  $heteroaryl$ , and
- (8)  $heteroarylC_{1-4}alkyl$ ,

wherein  $alkyl$ ,  $cycloalkyl$ ,  $cycloheteroalkyl$ , and  $heteroaryl$  are optionally substituted with  $oxo$ , and wherein  $aryl$  and  $heteroaryl$  are optionally substituted with  $-OR^c$ ,  $NR^cR^d$ , or  $-C(O)R^c$ ;

$R^c$  and  $R^d$  are independently selected from:

- (1) hydrogen,
- (2) C<sub>1-10</sub>alkyl,
- (3) C<sub>2-10</sub> alkenyl,
- (4) C<sub>2-10</sub>alkynyl,
- (5) cycloalkyl,
- (6) cycloalkyl-C<sub>1-10</sub>alkyl,
- (7) cycloheteroalkyl,
- (8) cycloheteroalkyl-C<sub>1-10</sub>alkyl;
- (9) aryl,
- (10) heteroaryl,
- (11) aryl-C<sub>1-10</sub>alkyl, and
- (12) heteroaryl-C<sub>1-10</sub>alkyl, or

R<sup>c</sup> and R<sup>d</sup> together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N-R<sup>g</sup>,

or two -OR<sup>c</sup> groups together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N-R<sup>g</sup>,

each R<sup>c</sup> and R<sup>d</sup> may be unsubstituted or substituted with one to three substituents selected from R<sup>h</sup>;

R<sup>e</sup> and R<sup>f</sup> are independently selected from:

- (1) hydrogen,
- (2) C<sub>1-10</sub>alkyl,
- (3) C<sub>2-10</sub> alkenyl,
- (4) C<sub>2-10</sub>alkynyl,
- (5) cycloalkyl,
- (6) cycloalkyl-C<sub>1-10</sub>alkyl,
- (7) cycloheteroalkyl,
- (8) cycloheteroalkyl-C<sub>1-10</sub>alkyl,
- (9) aryl,
- (10) heteroaryl,
- (11) arylC<sub>1-10</sub>alkyl, and
- (12) heteroarylC<sub>1-10</sub>alkyl, or

R<sup>e</sup> and R<sup>f</sup> together with the carbon to which they are attached form a ring of 5 to 7 members containing 0-2 heteroatoms independently selected from oxygen, sulfur and nitrogen;

each R<sup>g</sup> is independently selected from

- (1) C<sub>1-10</sub>alkyl,

- (2) C<sub>3-8</sub>cycloalkyl,
- (3) cycloheteroalkyl,
- (4) aryl,
- (5) arylC<sub>1-4</sub>alkyl,
- (6) heteroaryl,
- (7) heteroarylC<sub>1-4</sub>alkyl,
- (8) -S(O)<sub>m</sub>Re,
- (9) -C(O)Re,
- (10) -CO<sub>2</sub>Re,
- (11) -CO<sub>2</sub>(CReR<sup>f</sup>)<sub>n</sub>CONReR<sup>f</sup>, and
- (12) -C(O)NReR<sup>f</sup>;

each R<sup>h</sup> is independently selected from:

- (1) C<sub>1-10</sub>alkyl,
- (2) C<sub>3-8</sub>cycloalkyl,
- (3) cycloheteroalkyl,
- (4) aryl,
- (5) arylC<sub>1-4</sub>alkyl,
- (6) heteroaryl,
- (7) heteroarylC<sub>1-4</sub>alkyl,
- (8) -OR<sup>e</sup>,
- (9) -NReS(O)<sub>m</sub>R<sup>f</sup>,
- (10) -S(O)<sub>m</sub>Re,
- (11) -SR<sup>e</sup>,
- (12) -S(O)<sub>2</sub>OR<sup>e</sup>,
- (13) -S(O)<sub>m</sub>NReR<sup>f</sup>,
- (14) -NReR<sup>f</sup>,
- (15) -O(CReR<sup>f</sup>)<sub>n</sub>NReR<sup>f</sup>,
- (16) -C(O)Re,
- (17) -CO<sub>2</sub>Re,
- (18) -CO<sub>2</sub>(CReR<sup>f</sup>)<sub>n</sub>CONReR<sup>f</sup>,
- (19) -OC(O)Re,
- (20) -CN,
- (21) -C(O)NReR<sup>f</sup>,
- (22) -NReC(O)R<sup>f</sup>,
- (23) -OC(O)NReR<sup>f</sup>,
- (24) -NReC(O)OR<sup>f</sup>,

(25)  $\text{-NReC(O)NR}^{\text{e}}\text{R}^{\text{f}}$ ,

(26)  $\text{CF}_3$ , and

(27)  $\text{-OCF}_3$ ,

m is selected from 1 and 2; and

n is selected from 1, 2, and 3;

provided that when  $\text{R}^1$  and  $\text{R}^2$  are unsubstituted aryl or unsubstituted heteroaryl, and  $\text{R}^3$  is  $\text{C}_{1-4}$  alkyl,  $\text{Ar}^1$  is substituted with at least one  $\text{R}^{\text{b}}$  substituent; and

provided that when  $\text{R}^1$  is selected from the group consisting of unsubstituted phenyl, *para*-chlorophenyl or *para*-methoxy phenyl,  $\text{R}^2$  is unsubstituted phenyl, and  $\text{R}^3$  is  $\text{-CH}_3$ ,  $\text{Ar}^1$  is not unsubstituted phenyl, *ortho*- $\text{CO}_2\text{H}$  monosubstituted phenyl, or 3,4-dimethoxy phenyl.

Claim 10 (Previously presented): The compound according to Claim 9 wherein:

$\text{R}^1$  is selected from phenyl and naphthyl, optionally substituted with one to four substituents independently selected from  $\text{R}^{\text{b}}$ ;

and  $\text{R}^2$  is selected from:

- (1) phenyl,
- (2) naphthyl, and
- (3) pyridyl,

optionally substituted with one to four substituents independently selected from  $\text{R}^{\text{b}}$ ;  
or a pharmaceutically acceptable salt thereof.

Claim 11 (Currently amended): The compound according to Claim 10 wherein:

$\text{Ar}^1$  is selected from:

- (1) phenyl, and
- (2) naphthyl,

each optionally substituted with one, or two, ~~or three~~ groups independently selected from  $\text{R}^{\text{b}}$ ;  
or a pharmaceutically acceptable salt thereof.

Claim 12 (Currently amended): The compound of claim 11 wherein:

$\text{R}^3$  is  $\text{C}_{1-4}$ alkyl,

wherein alkyl is optionally substituted with one to four substituents independently selected from  $\text{R}^{\text{a}}$ ;

$\text{Ar}^1$  is selected from:

- (1) phenyl, and

(2) naphthyl,

each optionally substituted with one, or two, ~~or three~~ groups independently selected from R<sup>b</sup>;

each R<sup>a</sup> is independently selected from:

- (1) -OR<sup>c</sup>,
- (2) halogen,
- (3) -S(O)<sub>m</sub>R<sup>c</sup>,
- (4) -SR<sup>c</sup>,
- (5) -S(O)<sub>2</sub>OR<sup>c</sup>,
- (6) -S(O)<sub>m</sub>NR<sup>c</sup>R<sup>d</sup>,
- (7) -NR<sup>c</sup>R<sup>d</sup>,
- (8) -C(O)R<sup>c</sup>,
- (9) -CO<sub>2</sub>R<sup>c</sup>,
- (10) -CN,
- (11) -C(O)NR<sup>c</sup>R<sup>d</sup>,
- (12) CF<sub>3</sub>,
- (13) -OCF<sub>3</sub>,
- (14) C<sub>3-8</sub>cycloalkyl,
- (15) cycloheteroalkyl, and
- (16) oxo;

each R<sup>b</sup> is independently selected from:

- (1) R<sup>a</sup>,
- (2) C<sub>1-10</sub>alkyl,
- (3) cycloheteroalkyl,
- (4) aryl,
- (5) arylC<sub>1-4</sub>alkyl,
- (6) heteroaryl, and
- (7) heteroarylC<sub>1-4</sub>alkyl,

wherein alkyl, cycloalkyl, cycloheteroalkyl, heteroaryl are optionally substituted with oxo, and

wherein aryl and heteroaryl are optionally substituted with -OR<sup>c</sup>, NR<sup>c</sup>R<sup>d</sup>, or -C(O)R<sup>c</sup>;

R<sup>c</sup> and R<sup>d</sup> are independently selected from:

- (1) hydrogen,
- (2) C<sub>1-10</sub>alkyl,
- (3) cycloalkyl,
- (4) cycloheteroalkyl,
- (5) aryl,
- (6) heteroaryl, or

$R^c$  and  $R^d$  together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N- $R_g$ ,  
or two  $-OR^c$  groups together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N- $R_g$ ,  
each  $R^c$  and  $R^d$  may be unsubstituted or substituted with one to three substituents selected from  $R^h$ ,  
or a pharmaceutically acceptable salt thereof.

Claim 13 (Previously presented): The compound according to Claim 12, wherein:  
 $R^1$  is phenyl optionally substituted with one to four substituents independently selected from  $R^b$ ; and  
 $R^2$  is selected from:

- (1) phenyl, and
- (2) pyridyl,

optionally substituted with one to four substituents independently selected from  $R^b$ ;  
 $R^3$  is  $C_{1-4}$ alkyl, wherein alkyl is optionally substituted with one to four substituents independently selected from  $R^a$ ;

each  $R^a$  is independently selected from:

- (1)  $-OR^c$ ,
- (2) halogen,
- (3)  $-S(O)_mR^c$ ,
- (4)  $-NR^cR^d$ ,
- (5)  $-C(O)R^c$ ,
- (6)  $-CO_2R^c$ , and
- (7) oxo;

or a pharmaceutically acceptable salt thereof.

Claim 14 (Original): The compound according to Claim 13, wherein:  
 $R^1$  and  $R^2$  are independently selected from:

- (1) phenyl,
- (2) 4-fluorophenyl,
- (3) 2-chlorophenyl,
- (4) 3-chlorophenyl,
- (5) 4-chlorophenyl,
- (6) 4-cyanophenyl,
- (7) 4-methylphenyl,
- (8) 4-isopropylphenyl,



- (9) 4-biphenyl,
- (10) 4-bromophenyl,
- (11) 4-iodophenyl,
- (12) 2,4-dichlorophenyl, and
- (13) 2-chloro-4-fluorophenyl;

or a pharmaceutically acceptable salt thereof.

Claim 15 (Original): The compound according to Claim 14 wherein:  
R<sup>1</sup> and R<sup>2</sup> are independently selected from phenyl and 4-chlorophenyl;  
R<sup>3</sup> is methyl, wherein methyl is optionally substituted with one to three substituents independently selected from R<sup>a</sup>;  
or a pharmaceutically acceptable salt thereof.

Claim 16 (Original): A composition comprising a compound according to Claim 1 and a pharmaceutically acceptable carrier.

Claim 17 (Original): A composition comprising a compound according to Claim 8 and a pharmaceutically acceptable carrier.

Claim 18 (Canceled)

Claim 19 (Canceled)

Claim 20 (Previously presented): A method of treating an eating disorder associated with excessive food intake selected from obesity, bulimia nervosa and compulsive eating disorders comprising administration of a therapeutically effective amount of a compound of Claim 1 to a patient in need of such treatment.

Claims 21-23 (Canceled).

Claim 24 (Previously presented): The method according to Claim 20 wherein the eating disorder associated with excessive food intake is obesity.

Claims 25-30 (Canceled).

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**Claim 31 (Previously presented):** A method of treating an eating disorder associated with excessive food intake selected from obesity, bulimia nervosa and compulsive eating disorders comprising administration of a therapeutically effective amount of a compound of Claim 8 to a patient in need of such treatment.

**Claim 32 (Previously presented):** The method according to Claim 31 wherein the eating disorder associated with excessive food intake is obesity.